

AKIN GUMP STRAUSS HAUER & FELD LLP  
One Bryant Park  
New York, New York 10036  
Telephone: (212) 872-1000  
Facsimile: (212) 872-1002  
Ira S. Dizengoff  
Philip C. Dublin  
Sara L. Brauner

*Counsel to the Official Committee of  
Unsecured Creditors of Sears Holdings Corporation, et al.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11  
: :  
SEARS HOLDINGS CORPORATION, *et al.*, : Case No. 18-23538 (RDD)  
: :  
Debtors.<sup>1</sup> : (Jointly Administered)  
: :  
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**THIRTY-THIRD MONTHLY FEE  
STATEMENT OF AKIN GUMP STRAUSS  
HAUER & FELD LLP FOR PROFESSIONAL SERVICES  
RENDERED AND DISBURSEMENTS INCURRED AS COUNSEL  
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
FOR THE PERIOD OF JUNE 1, 2021 THROUGH JUNE 30, 2021**

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); SHC Licensed Business LLC (3718); SHC Promotions LLC (9626); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Name of Applicant:	Akin Gump Strauss Hauer & Feld LLP
Authorized to Provide Professional Services To:	The Official Committee of Unsecured Creditors of Sears Holdings Corporation, <i>et al.</i>
Date of Retention:	December 10, 2018 <i>nunc pro tunc</i> to October 24, 2018
Period for Which Compensation and Reimbursement Is Sought:	June 1, 2021 through June 30, 2021
Monthly Fees Incurred:	<b>\$219,343.00</b>
20% Holdback:	<b>\$43,868.60</b>
Total Compensation Less 20% Holdback:	<b>\$175,474.40</b>
Monthly Expenses Incurred:	<b>\$118,286.63</b>
Total Fees and Expenses Requested:	<b>\$293,761.03</b>

This is a   x   monthly        interim        final application

Akin Gump Strauss Hauer & Feld LLP (“Akin Gump”), counsel to the Official Committee of Unsecured Creditors (the “Creditors’ Committee”) of Sears Holdings Corporation and its affiliated debtors and debtors in possession (collectively, the “Debtors”), hereby submits this statement of fees and disbursements (the “Thirty-Third Monthly Fee Statement”) covering the period from June 1, 2021 through and including June 30, 2021 (the “Compensation Period”) in accordance with the *Order Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the “Interim Compensation Order”) [ECF No. 796]. By the Thirty-Third Monthly Fee Statement, and after taking into account certain voluntary discounts and reductions,<sup>2</sup> Akin Gump requests (a) interim allowance and payment of

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<sup>2</sup> The total amount sought for fees and expenses (\$337,629.63) reflects voluntary reductions for the Compensation Period of \$30,438.50 in fees and \$1,599.11 in expenses.

compensation in the amount of \$175,474.40 (80% of \$219,343.00) for fees on account of reasonable and necessary professional services rendered to the Creditors' Committee by Akin Gump and (b) reimbursement of actual and necessary costs and expenses in the amount of \$118,286.63<sup>3</sup> incurred by Akin Gump during the Compensation Period.

**FEES FOR SERVICES RENDERED  
DURING THE COMPENSATION PERIOD**

**Exhibit A** sets forth a timekeeper summary that includes the respective names, positions, departments, bar admissions, hourly billing rates and aggregate hours spent by each Akin Gump professional and paraprofessional who provided services to the Creditors' Committee during the Compensation Period. The rates charged by Akin Gump for services rendered to the Creditors' Committee are the same rates that Akin Gump charges generally for professional services rendered to its non-bankruptcy clients.

**Exhibit B** sets forth a task code summary that includes the aggregate hours per task code spent by Akin Gump professionals and paraprofessionals in rendering services to the Creditors' Committee during the Compensation Period.

**Exhibit C** sets forth a complete itemization of tasks performed by Akin Gump professionals and paraprofessionals who provided services to the Creditors' Committee during the Compensation Period.

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<sup>3</sup> This amount includes: (i) \$106,546.75 of expenses relating to the payment of professional fees and expenses incurred by H5, Akin Gump's document management and e-discovery provider; and (ii) \$7,484.50 of expenses relating to the retention and compensation of expert witnesses retained by the Creditors' Committee in connection with certain litigation.

**EXPENSES INCURRED  
DURING THE COMPENSATION PERIOD**

**Exhibit D** sets forth a disbursement summary that includes the aggregate expenses, organized by general disbursement categories, incurred by Akin Gump in connection with services rendered to the Creditors' Committee during the Compensation Period.

**Exhibit E** sets forth a complete itemization of disbursements incurred by Akin Gump in connection with services rendered to the Creditors' Committee during the Compensation Period.

**NOTICE AND OBJECTION PROCEDURES**

Notice of this Thirty-Third Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (i) Sears Holdings Corporation, 3333 Beverly Road, Hoffman Estates, Illinois 60179, Attention: Mohsin Y. Meghji (email: mmeghji@miiipartners.com); (ii) counsel to the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, Attention: Ray C. Schrock (email: ray.schrock@weil.com), Jacqueline Marcus (email: jacqueline.marcus@weil.com), Garrett A. Fail (email: garrett.fail@weil.com), and Sunny Singh (email: sunny.singh@weil.com); (iii) William K. Harrington, the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 10014, Attention: Paul Schwartzberg (e-mail: paul.schwartzberg@usdoj.gov) and Richard Morrissey (e-mail: richard.morrissey@usdoj.gov); (iv) counsel to Bank of America, N.A., Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, NY 10036, Attention: Paul D. Leake (email: paul.leake@skadden.com), Shana A. Elberg (email: shana.elberg@skadden.com) and George R. Howard (email: george.howard@skadden.com); (v) Paul E. Harner, fee examiner, 1675 Broadway, New York, NY 10019 (e-mail: harnerp@ballardspahr.com); and (vi) counsel to the fee examiner, Ballard

Spahr LLP, 1675 Broadway, New York, NY 10019, Attention: Vincent J. Marriott (e-mail: marriott@ballardspahr.com) and Tobey M. Daluz (e-mail: daluzt@ballardspahr.com) (collectively, the “Notice Parties”).

Objections to this Thirty-Third Monthly Fee Statement, if any, must be filed with the Court and served upon the Notice Parties so as to be received no later than **August 25, 2021** (the “Objection Deadline”), setting forth the nature of the objection and the amount of fees or expenses at issue (an “Objection”).

If no Objections to this Thirty-Third Monthly Fee Statement are filed and served as set forth above, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

If an Objection to this Thirty-Third Monthly Fee Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of this Thirty-Third Monthly Fee Statement to which the Objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an Objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be held by the Court.

*[Remainder of page left blank intentionally]*

Dated: New York, New York  
August 10, 2021

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/ Ira S. Dizengoff  
Ira S. Dizengoff  
Philip C. Dublin  
Sara L. Brauner  
One Bryant Park  
New York, New York 10036  
Telephone: (212) 872-1000  
Facsimile: (212) 872-1002  
Email: idizengoff@akingump.com  
pdublin@akingump.com  
sbrauner@akingump.com

*Counsel to the Official Committee of  
Unsecured Creditors of Sears Holdings  
Corporation, et al.*

**Exhibit A**

**Timekeeper Summary**

<b>PARTNERS</b>	<b>DEPARTMENT</b>	<b>YEAR OF BAR ADMISSION</b>	<b>RATE (\$)</b>	<b>HOURS</b>	<b>AMOUNT (\$)</b>
Sara Brauner	Financial Restructuring	2011	1,265.00	19.20	24,288.00
Ira Dizengoff	Financial Restructuring	1993	1,655.00	4.00	6,620.00
Dean Chapman	Litigation	2009	1,265.00	39.20	49,588.00
<b>Total Partner</b>				<b>62.40</b>	<b>80,496.00</b>
<b>SENIOR COUNSEL &amp; COUNSEL</b>	<b>DEPARTMENT</b>	<b>YEAR OF BAR ADMISSION</b>	<b>RATE (\$)</b>	<b>HOURS</b>	<b>AMOUNT (\$)</b>
John Kane	Litigation	2016	970.00	19.40	18,818.00
Daniel Park	Litigation	2011	1,045.00	13.10	13,689.50
<b>Total Counsel</b>				<b>32.50</b>	<b>32,507.50</b>
<b>ASSOCIATES AND STAFF ATTORNEYS</b>	<b>DEPARTMENT</b>	<b>YEAR OF BAR ADMISSION</b>	<b>RATE (\$)</b>	<b>HOURS</b>	<b>AMOUNT (\$)</b>
Zachary Lanier	Financial Restructuring	2017	980.00	11.10	10,878.00
Joseph Szydlo	Financial Restructuring	2019	810.00	5.20	4,212.00
Jeff Latov	Litigation	2017	940.00	7.80	7,332.00
Sean Nolan	Litigation	2018	855.00	8.50	7,267.50
Russell Collins	Staff Attorney	1998	500.00	153.30	76,650.00
<b>Total Associates</b>				<b>185.90</b>	<b>106,339.50</b>
<b>Total Hours / Fees Requested</b>				<b>280.80</b>	<b>224,813.00</b>



<b>ALL PROFESSIONALS</b>	<b>BLENDED RATE (\$)</b>	<b>TOTAL BILLED HOURS</b>	<b>TOTAL COMPENSATION (\$)</b>
Partners and Counsel	1,190.76	94.90	113,003.50
Associates	572.03	185.90	106,339.50
Paralegals/Non-Legal Staff	0.00	0.00	0.00
Blended Timekeeper Rate	781.14		
<b>Total Fees Incurred</b>		<b>280.80</b>	<b>219,343.00</b>

**Exhibit B**

**Task Code Summary**

<b>Task Code</b>	<b>Matter</b>	<b>Hours</b>	<b>Value (\$)</b>
2	General Case Administration	0.60	486.00
3	Akin Gump Fee Application/Monthly Billing Reports	7.60	7,291.00
4	Analysis of Other Professionals Fee Applications/Reports	2.70	2,425.00
7	Creditor Committee Matters/Meetings (including 341 meetings)	1.80	1,702.00
8	Hearings and Court Matters/Court Preparation	0.40	449.00
10	DIP, Cash Collateral Usage, Adequate Protection and Exit Financing	15.90	21,673.50
12	General Claims Analysis/Claims Objection	15.70	19,860.50
20	Jointly Asserted Causes of Action	220.40	146,906.50
22	Disclosure Statement/Solicitation/Plan/Confirmation	0.40	392.00
23	Asset Disposition/363 Asset Sales	15.30	18,157.50
<b>TOTAL:</b>		<b>280.80</b>	<b>219,343.00</b>

**Exhibit C**

**Itemized Fees**

**Akin Gump**  
Strauss Hauer & Feld LLP

SEARS CREDITORS COMMITTEE  
CHIEF RESTRUCTURING OFFICER  
SEARS HOLDING CORP.  
3333 BEVERLY ROAD  
HOFFMAN ESTATES, IL 60179  
ATTN: ROBERT RIECKER

Invoice Number 1946700  
Invoice Date 08/09/21  
Client Number 700502  
Matter Number 0001

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Re: RESTRUCTURING

FOR PROFESSIONAL SERVICES RENDERED:

MATTER SUMMARY OF TIME BILLED BY TASK :

		<u>HOURS</u>	<u>VALUE</u>
002	Case Administration	0.60	\$486.00
003	Akin Gump Fee Application/Monthly Billing Reports	7.60	\$7,291.00
004	Analysis of Other Professionals Fee Applications/Reports	2.70	\$2,425.00
007	Creditors Committee Matters/Meetings (including 341 Meetings)	1.80	\$1,702.00
008	Hearings and Court Matters/Court Preparation	0.40	\$449.00
010	DIP, Cash Collateral Usage, Adequate Protection and Exit Financing	15.90	\$21,673.50
012	General Claims Analysis/Claims Objections	15.70	\$19,860.50
020	Jointly Asserted Causes of Action	220.40	\$146,906.50
022	Disclosure Statement/Solicitation/Plan/Confirmation	0.40	\$392.00
023	Asset Dispositions/363 Asset Sales	15.30	\$18,157.50
	TOTAL	<u>280.80</u>	<u>\$219,343.00</u>

SEARS CREDITORS COMMITTEE  
Bill Number: 1946700

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/02/21	JES	002 Monitor docket (.1); circulate recently filed pleadings to members of FR team (.1).	0.20
06/28/21	JES	002 Monitor docket (.1); circulate recently filed pleadings to members of FR team (.1).	0.20
06/29/21	JES	002 Monitor docket (.1); circulate recently filed pleadings to members of FR team (.1).	0.20
06/01/21	JES	003 Draft correspondence to members of FR team re fee statements (.5); correspond with accounting team re same (.2).	0.70
06/02/21	ZDL	003 Review fees from prior week and calculate estimate (.4); review fee order and prepare email to M3 requesting payment (.2).	0.60
06/04/21	ZDL	003 Correspond with M3 regarding fee payments.	0.20
06/07/21	SLB	003 Review Akin invoice for privilege and compliance with UST guidelines.	1.00
06/08/21	ZDL	003 Call with M3 regarding fee requests.	0.30
06/09/21	ZDL	003 Prepare fee accrual for M3 (.2); review fee statement (.4).	0.60
06/09/21	JES	003 Revise fee statement (.3); draft correspondence to members of FR team re same (.4).	0.70
06/16/21	ZDL	003 Review fee accrual from prior week and update same.	0.20
06/23/21	ZDL	003 Prepare fee accrual for prior week (.2); review invoice for privilege and confidentiality (1.7).	1.90
06/25/21	ZDL	003 Draft correspondence to J. Szydlo regarding invoice.	0.20
06/29/21	JES	003 Correspond with accounting team re invoicing issues.	0.30
06/30/21	JES	003 Draft fee statement.	0.90
06/01/21	ZDL	004 Communications with other professionals and internally regarding fee payments and authorization from Litigation Designees.	0.80
06/10/21	JES	004 Review and comment on FTI combined monthly fee statement (.3); correspond with FTI re same (.3).	0.60
06/11/21	JES	004 Review FTI fee statement (.4); correspond with FTI re same (.2); coordinate filing of same (.1).	0.70
06/24/21	ZDL	004 Call with T. Driscoll (Morrill) regarding fee issues.	0.60
06/03/21	JES	007 Call with creditor re case status and updates.	0.70
06/28/21	SLB	007 Confer with Weil re open case issues and status report.	0.20
06/28/21	ZDL	007 Call with creditor regarding claim status and case status.	0.60
06/30/21	ZDL	007 Call with creditor regarding case status and claim.	0.30
06/21/21	SLB	008 Draft correspondence to members of FR team re upcoming hearing.	0.20
06/28/21	ZDL	008 Email with Weil attorney regarding cancellation of 6/29 hearing.	0.20
06/01/21	ISD	010 Review materials re litigation funding matters (.1); call with P. Dublin re same (.4).	0.50
06/01/21	DLC	010 Prepare updated materials in connection with litigation financing review (.7); prepare for (.5) and participate in multiple calls with potential litigation funders (1.2).	2.40
06/01/21	SLB	010 Participate on calls with potential funders (1.2); review materials re funding (.1).	1.30
06/02/21	ISD	010 Analyze internal presentation materials in connection with financing.	0.30
06/02/21	DLC	010 Draft correspondence to Akin Lit. and FR team members re litigation financing issues.	0.20
06/07/21	ISD	010 Review update on litigation funding matters.	0.50
06/07/21	DLC	010 Analyze issues re litigation funding.	0.20
06/08/21	ISD	010 Review materials and updates re litigation funding matters.	0.30
06/11/21	ISD	010 Review correspondence from Akin team members re litigation funding.	0.50
06/14/21	ISD	010 Correspond with third party re litigation funding matters.	0.50
06/15/21	ISD	010 Review materials re litigation funding matters.	0.30
06/16/21	ISD	010 Analyze open issues re litigation funding.	0.30
06/17/21	ISD	010 Review materials re litigation funding and evaluate next steps.	0.30

SEARS CREDITORS COMMITTEE  
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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
06/17/21	DLC	010 Review correspondence from potential lit. funder (.5); follow-up correspondence with FTI re same (.3).	0.80
06/18/21	ISD	010 Review update on litigation funding matters (.2); analyze issues re same (.3).	0.50
06/18/21	DLC	010 Confer with FTI re litigation financing materials (.6); update materials regarding the same (.5).	1.10
06/21/21	DLC	010 Review and revise materials regarding financing (.6); correspond with S. Brauner re same (.3); correspond with M3 re same (.2); circulate same internally (.6).	1.70
06/21/21	SLB	010 Correspond with D. Chapman re financing issues (.3); review materials re same (.7).	1.00
06/22/21	DLC	010 Review litigation financing analysis (.5); correspond with S. Brauner re same (.5).	1.00
06/22/21	SLB	010 Correspondence with D. Chapman re financing issues (.5) review materials re same (.7).	1.20
06/24/21	DLC	010 Confer with third parties re litigation funding.	0.30
06/29/21	DLC	010 Confer with third party re litigation financing.	0.20
06/30/21	DLC	010 Confer with third party re litigation financing.	0.50
06/03/21	DLC	012 Multiple communications with administrative creditor representative re open case issues (.5); analyze issues re Admin claimant inquiries (1.6).	2.10
06/04/21	DLC	012 Prepare claims memorandum for Admin Claims rep.	2.70
06/04/21	SLB	012 Review and comment on response to Admin Rep questions re open case issues (.4); draft correspondence to members of FR and Lit teams re same (.2).	0.60
06/08/21	DLC	012 Outline open issues to discuss with Admin. Claims rep re claims and defenses.	0.80
06/08/21	DLC	012 Continue to prepare analysis for Administrative claimants (1.4); correspond with FTI re same (.4).	1.80
06/09/21	DLC	012 Revise outline of issues in anticipation of call with admin creditors.	2.90
06/10/21	DLC	012 Prepare for (.2) and participate in (1.1) call with administrative creditor rep re admin claims issues; compile requested information following call (.6); prepare for (.1) and participate in (.5) call with FTI re same; review materials following same (.3).	3.70
06/10/21	SLB	012 Participate on call with Admin creditors re case issues.	1.10
06/01/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	7.60
06/01/21	DLC	020 Review various emails from Defendant's counsel re open litigation issues.	0.30
06/01/21	JPk	020 Prepare email summarizing discovery updates (.8); review discovery materials (1.3).	2.10
06/01/21	SMN	020 Update internal tracker of insurance fees reimbursed by defendants' insurers.	0.20
06/02/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	7.40
06/02/21	DLC	020 Prepare for (.1) and participate in call with FTI (.2) re discovery issues; review emails from members of litigation team re same (.3); confer with ASK re certain discovery items (.2); confer with H5 re document production issues (.5); confer with experts re open work streams (.2).	1.50
06/02/21	JPk	020 Draft correspondence to members of litigation team regarding open discovery issues.	0.20
06/02/21	JAL	020 Review prepetition documents and communications re certain discovery issue.	4.40
06/02/21	DP	020 Analyze defendant discovery issues (.6); review documents re same (2.9).	3.50
06/03/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	8.00
06/03/21	DLC	020 Participate in call with D. Zensky and ASK re adversary proceeding	2.80

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		issue (.3); review confirmation order in connection with same (.7); correspond with members of litigation team re document discovery issues and related work streams (.4); correspond with S. Brauner re open issues in connection with adversary proceeding (.3); outline open discovery issues (.7); review and respond to correspondence from experts re analysis (.4).	
06/03/21	SLB	020 Correspondence with D. Chapman re adversary proceeding.	0.30
06/03/21	JPk	020 Review documents produced in adversary proceeding (1.7); prepare correspondence with members of litigation team regarding same (.6); prepare correspondence with financial advisors re same (.4).	2.70
06/03/21	JAL	020 Review prepetition documents and communications in connection with review of certain discovery issues.	2.30
06/03/21	SMN	020 Review new cases implicating issues in motion to dismiss briefing.	0.40
06/03/21	DP	020 Analyze documents in connection with review of defendant discovery issues.	2.10
06/04/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	6.60
06/04/21	DLC	020 Review and respond to emails from lit. team members re open discovery issues (.9); confer with second action defendants re discovery (.2); confer with ASK re adv. pro. issues (.3).	1.40
06/04/21	JPk	020 Correspond with document vendor regarding review project (.7); correspond with members of litigation team re same (.3)	1.00
06/04/21	DP	020 Review hot docs in connection with defendant discovery issue.	5.20
06/07/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	7.30
06/07/21	JPk	020 Correspond with counsel to defendant re open discovery issue.	0.20
06/07/21	SMN	020 Review new cases implicating issues in motion to dismiss briefing.	0.40
06/08/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	6.20
06/08/21	JAL	020 Compile and summarize prepetition discovery materials.	1.10
06/08/21	SMN	020 Review new cases implicating issues in motion to dismiss briefing.	0.40
06/09/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	6.30
06/09/21	JPk	020 Review discovery materials in connection with adv. pro.	1.00
06/09/21	SMN	020 Review new cases implicating issues in motion to dismiss briefing.	0.70
06/10/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	5.80
06/10/21	DLC	020 Review materials from defendant's counsel re discovery issue.	0.50
06/10/21	SLB	020 Correspondence with ASK re shareholder actions and related issues.	0.20
06/10/21	JPk	020 Review discovery materials (1.5); correspond with defendant's counsel regarding discovery issues (.3); draft correspondence to members of litigation team regarding same (.5); correspond with document vendor regarding discovery (.3).	2.60
06/10/21	SMN	020 Calculate remaining insurance proceeds in defendants' insurance towers.	0.40
06/11/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	7.20
06/11/21	JPk	020 Review discovery materials produced by defendants.	1.50
06/14/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	8.10
06/14/21	DLC	020 Review and update litigation task list items.	0.50
06/14/21	SMN	020 Review new cases implicating issues in motion to dismiss briefing.	1.00
06/14/21	DP	020 Analyze issues re outstanding defendant discovery.	0.80
06/15/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	7.20
06/15/21	DLC	020 Review key hot documents (3.3); prepare materials for defendant's counsel re discovery issues (2.2); confer with expert re analysis (.2).	5.70
06/15/21	JPk	020 Review discovery materials produced by defendants (2.0); correspond	2.30



SEARS CREDITORS COMMITTEE  
Bill Number: 1946700Page 5  
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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		with document vendor regarding discovery (.3).	
06/15/21	SMN	020 Review correspondence with members of the Akin team re third party discovery and other issues.	0.20
06/15/21	DP	020 Analyze issues re outstanding defendant discovery.	0.70
06/16/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	7.40
06/16/21	DLC	020 Analyze issues re second action.	0.20
06/16/21	JPk	020 Correspond with document vendor regarding discovery.	0.10
06/16/21	SMN	020 Draft correspondence to D. Chapman re second action issue (.1); review new cases implicating issues in motion to dismiss briefing (.7); review motion to stay filing (.1).	0.90
06/17/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	6.90
06/17/21	DLC	020 Review various expert invoice issues (.3); review hot documents (.9); draft analysis of same (1.3); review insurance decision (.3).	2.80
06/17/21	SMN	020 Review appellate court order in insurance coverage action involving director and officer defendants (.1); review lower court's orders and summarize same for members of the litigation team (.4); correspond with members of the litigation team re same (.2); review new cases implicating issues in motion to dismiss briefing (.1).	0.80
06/17/21	DP	020 Analyze outstanding defendant discovery issues.	0.40
06/18/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	6.10
06/18/21	DLC	020 Review correspondence from opposing counsel re discovery issues.	0.20
06/18/21	SLB	020 Draft correspondence to members of litigation team re adversary proceeding and related issues.	0.50
06/19/21	DP	020 Review hot docs.	0.10
06/21/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	7.00
06/21/21	SMN	020 Review new cases implicating issues in motion to dismiss briefing.	0.50
06/21/21	DP	020 Draft correspondence to members of litigation team re discovery issue.	0.10
06/22/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	6.80
06/22/21	DLC	020 Participate in call with ASK re second action issues (.2); correspond with ASK re same (.1).	0.30
06/22/21	SLB	020 Correspondence with ASK re jointly asserted causes of action and related issues.	0.20
06/22/21	JPk	020 Review defendant board materials (2.3); review documents produced by officer defendants (1.6); draft correspondence to members of litigation team re same (.7).	4.60
06/22/21	SMN	020 Review new cases implicating issues in motion to dismiss briefing (.2); review documents referenced in draft materials provided by expert team (.6).	0.80
06/23/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	6.10
06/23/21	SLB	020 Participate on call with counsel to Transform and Debtors re document retention issues.	0.30
06/23/21	JPk	020 Review defendant's Board materials.	1.10
06/24/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	7.30
06/24/21	DLC	020 Review third party document production.	0.10
06/25/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	7.20
06/25/21	DLC	020 Confer with third parties re discovery issues.	0.30
06/25/21	SMN	020 Review new cases implicating issues in motion to dismiss briefing.	0.60
06/25/21	DP	020 Review materials re open discovery issues.	0.20
06/28/21	RJC	020 Conduct review of discovery documents in connection with adversary	7.60

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<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		proceeding.	
06/28/21	SMN	020 Review new cases implicating issues in motion to dismiss briefing.	0.70
06/29/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	6.00
06/29/21	DLC	020 Review materials re defendant (.1); follow up correspondence with expert re same (.1).	0.20
06/30/21	RJC	020 Conduct review of discovery documents in connection with adversary proceeding.	7.20
06/30/21	SMN	020 Review new cases implicating issues in motion to dismiss briefing.	0.50
06/23/21	ZDL	022 Review motion re plan enforcement.	0.40
06/02/21	SLB	023 Correspondence with Z. Lanier re Transform's obligations under APA (.4); correspondence with J. Marcus (Weil) re same (.2); analyze issues re same (.3); review documents re same (.7); correspondence with FTI re same (.2).	1.80
06/02/21	ZDL	023 Correspond with S. Brauner in connection with APA question (.4); review APA in connection with same (.1).	0.50
06/03/21	SLB	023 Calls with J. Marcus (Weil) re APA question (.4); analyze issue re same (.4).	0.80
06/15/21	ZDL	023 Review order granting APA enforcement motion.	0.20
06/16/21	SLB	023 Review Transform motion to stay (.4); correspondence with UCC re same (.3).	0.70
06/16/21	ZDL	023 Review motion to stay pending appeal filed by Transform (.5); review case law and related materials supporting motion (.6).	1.10
06/17/21	SLB	023 Correspondence with Weil re Transform appeal and stay motion re APA disputes.	0.20
06/18/21	SLB	023 Call with Weil team re Transform appeal of APA motion and related stay request (.5); analyze issues re same (.5).	1.00
06/23/21	SLB	023 Review Debtors' draft objection to Transform Stay Motion (.5); confer with Debtors' counsel re same and status (.2); draft joinder to same (1.2); correspondence with J. Sorkin re same (.2); confer with J. Sorkin re same (.1); correspondence with Debtors' counsel re issues related to Stay Motion (.3); draft correspondence to members of FR team re same (.2).	2.70
06/23/21	ZDL	023 Review Debtor opposition to Transform stay motion pending appeal.	0.80
06/24/21	SLB	023 Multiple calls (.4) and correspondence (.4) with Debtors' counsel re resolution of Transform Stay Motion; review and comment on stipulation re same (.5); correspondence with UCC re same (.5); analyze issues re same (.4).	2.10
06/24/21	ZDL	023 Review negotiated resolution of Transform motion for a stay pending appeal.	0.80
06/25/21	ZDL	023 Review update from Herrick regarding MTN investigation.	0.50
06/27/21	SLB	023 Review revised stip re Transform bond (.3); correspondence with Weil re same (.1).	0.40
06/28/21	SLB	023 Confer with Weil re Transform APA appeal stipulation (.3); review draft of same (.3); analyze issues re same (.3); confer with J. Sorkin re same (.2).	1.10
06/29/21	SLB	023 Review filed stipulation re Transform appeal (.2); correspondence with UCC re same (.1).	0.30
06/29/21	ZDL	023 Review entered stipulation regarding stay pending appeal on dispute with Transform.	0.30
Total Hours			280.80

TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
I S DIZENGOFF	4.00 at	\$1655.00 =	\$6,620.00
D L CHAPMAN	39.20 at	\$1265.00 =	\$49,588.00

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08/09/21

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
S L BRAUNER	19.20	at	\$1265.00	=	\$24,288.00
J P KANE	19.40	at	\$970.00	=	\$18,818.00
D S PARK	13.10	at	\$1045.00	=	\$13,689.50
J A LATOV	7.80	at	\$940.00	=	\$7,332.00
Z D LANIER	11.10	at	\$980.00	=	\$10,878.00
S M NOLAN	8.50	at	\$855.00	=	\$7,267.50
J E SZYDLO	5.20	at	\$810.00	=	\$4,212.00
R J COLLINS	153.30	at	\$500.00	=	\$76,650.00

Current Fees

\$219,343.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computerized Legal Research - Lexis - in contract 30% discount	\$282.23
Computerized Legal Research - Other	\$353.87
Computerized Legal Research - Westlaw - in contract 30% discount	\$3,448.88
Professional Fees - Legal	\$7,484.50
Professional Fees - Miscellaneous	\$106,546.75
Transcripts	\$170.40

Current Expenses

\$118,286.63

<u>Date</u>		<u>Value</u>
03/20/21	Transcripts VENDOR: VERITEXT INVOICE#: 4891067 DATE: 3/20/2021 Transcriber fee for transcript of March 12, 2021 hearing.	\$151.20
03/25/21	Transcripts VENDOR: VERITEXT INVOICE#: 4909349 DATE: 3/25/2021 Transcriber fee for transcript of March 23, 2021 hearing.	\$19.20
06/01/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/1/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$82.08
06/02/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/2/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$22.39
06/02/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/2/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$82.08
06/02/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/2/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$7.46
06/03/21	Computerized Legal Research - Westlaw - in contract 30% discount User: NOLAN SEAN Date: 6/3/2021	\$193.26

**Exhibit D**

**Disbursement Summary**

**DISBURSEMENT SUMMARY**

Disbursement Activity	Amount (\$)
Computerized Legal Research – Lexis – in contract 30% discount	282.23
Computerized Legal Research – Other	353.87
Computerized Legal Research – Westlaw – in contract 30% discount	3,448.88
Prof Fees – Legal	7,484.50
Professional Fees – Miscellaneous	106,546.75
Transcripts	170.40
<b>TOTAL:</b>	<b>118,286.63</b>

**Exhibit E**

**Itemized Disbursements**

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08/09/21

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
S L BRAUNER	19.20	at	\$1265.00	=	\$24,288.00
J P KANE	19.40	at	\$970.00	=	\$18,818.00
D S PARK	13.10	at	\$1045.00	=	\$13,689.50
J A LATOV	7.80	at	\$940.00	=	\$7,332.00
Z D LANIER	11.10	at	\$980.00	=	\$10,878.00
S M NOLAN	8.50	at	\$855.00	=	\$7,267.50
J E SZYDLO	5.20	at	\$810.00	=	\$4,212.00
R J COLLINS	153.30	at	\$500.00	=	\$76,650.00

Current Fees

\$219,343.00

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computerized Legal Research - Lexis - in contract 30% discount	\$282.23
Computerized Legal Research - Other	\$353.87
Computerized Legal Research - Westlaw - in contract 30% discount	\$3,448.88
Professional Fees - Legal	\$7,484.50
Professional Fees - Miscellaneous	\$106,546.75
Transcripts	\$170.40

Current Expenses

\$118,286.63

<u>Date</u>		<u>Value</u>
03/20/21	Transcripts VENDOR: VERITEXT INVOICE#: 4891067 DATE: 3/20/2021 Transcriber fee for transcript of March 12, 2021 hearing.	\$151.20
03/25/21	Transcripts VENDOR: VERITEXT INVOICE#: 4909349 DATE: 3/25/2021 Transcriber fee for transcript of March 23, 2021 hearing.	\$19.20
06/01/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/1/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$82.08
06/02/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/2/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$22.39
06/02/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/2/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$82.08
06/02/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/2/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$7.46
06/03/21	Computerized Legal Research - Westlaw - in contract 30% discount User: NOLAN SEAN Date: 6/3/2021	\$193.26

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	AcctNumber: 1000193694 ConnectTime: 0.0	
06/03/21	Computerized Legal Research - Westlaw - in contract 30% discount User: LIBRARY AKIN Date: 6/3/2021 AcctNumber: 1000309084 ConnectTime: 0.0	\$52.23
06/03/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/3/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$52.23
06/07/21	Professional Fees - Legal VENDOR: STOUT RISIUS ROSS INC INVOICE#: CINV-016023 DATE: 6/7/2021 For professional services rendered in adversary proceeding	\$2,175.00
06/07/21	Computerized Legal Research - Westlaw - in contract 30% discount User: LIBRARY AKIN Date: 6/7/2021 AcctNumber: 1000309084 ConnectTime: 0.0	\$164.16
06/07/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/7/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$29.85
06/07/21	Professional Fees - Miscellaneous VENDOR: H5 INVOICE#: INV-30625 DATE: 6/7/2021 Key Document Identification (Hrs); Data Management	\$28,912.50
06/08/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/8/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$82.08
06/09/21	Computerized Legal Research - Westlaw - in contract 30% discount User: NOLAN SEAN Date: 6/9/2021 AcctNumber: 1000193694 ConnectTime: 0.0	\$256.69
06/09/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/9/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$22.39
06/09/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/9/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$82.08
06/09/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/9/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$7.46
06/10/21	Computerized Legal Research - Westlaw - in contract 30% discount User: LIBRARY AKIN Date: 6/10/2021 AcctNumber: 1000309084 ConnectTime:	\$52.23



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06/10/21	0.0 Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/10/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$52.23
06/10/21	Professional Fees - Miscellaneous VENDOR: H5 INVOICE#: INV-30640 DATE: 6/10/2021 Data Processing Export Fees (GB) Minimum Processing Fees; Data Hosting; Hosting Project Management (Hr); User Fees	\$77,634.25
06/14/21	Computerized Legal Research - Westlaw - in contract 30% discount User: LIBRARY AKIN Date: 6/14/2021 AcctNumber: 1000309084 ConnectTime: 0.0	\$164.16
06/14/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/14/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$29.85
06/15/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/15/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$82.08
06/16/21	Professional Fees - Legal VENDOR: ANALYSIS GROUP INC INVOICE#: 1015539 DATE: 6/16/2021 For professional services rendered in connection with adversary proceeding for period ending May 31, 2021.	\$5,309.50
06/16/21	Computerized Legal Research - Westlaw - in contract 30% discount User: NOLAN SEAN Date: 6/16/2021 AcctNumber: 1000193694 ConnectTime: 0.0	\$193.26
06/16/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/16/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$22.39
06/16/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/16/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$82.08
06/16/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/16/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$7.46
06/17/21	Computerized Legal Research - Westlaw - in contract 30% discount User: LATOV JEFFREY Date: 6/17/2021 AcctNumber: 1000193694 ConnectTime: 0.0	\$128.35
06/17/21	Computerized Legal Research - Westlaw - in contract 30% discount User: LIBRARY AKIN Date: 6/17/2021	\$52.23

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	AcctNumber: 1000309084 ConnectTime: 0.0	
06/17/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/17/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$52.23
06/18/21	Computerized Legal Research - Westlaw - in contract 30% discount User: LATOV JEFFREY Date: 6/18/2021 AcctNumber: 1000193694 ConnectTime: 0.0	\$128.35
06/20/21	Computerized Legal Research - Westlaw - in contract 30% discount User: LATOV JEFFREY Date: 6/20/2021 AcctNumber: 1000193694 ConnectTime: 0.0	\$256.69
06/21/21	Computerized Legal Research - Westlaw - in contract 30% discount User: LATOV JEFFREY Date: 6/21/2021 AcctNumber: 1000193694 ConnectTime: 0.0	\$128.35
06/21/21	Computerized Legal Research - Westlaw - in contract 30% discount User: LIBRARY AKIN Date: 6/21/2021 AcctNumber: 1000309084 ConnectTime: 0.0	\$164.16
06/21/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/21/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$29.85
06/21/21	Computerized Legal Research - Lexis - in contract 30% discount Service: SEARCH; Employee: NOLAN SEAN; Charge Type: ACCESS CHARGE; Quantity: 2.0	\$143.99
06/22/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/22/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$82.08
06/23/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/23/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$22.39
06/23/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/23/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$82.08
06/23/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/23/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$7.46
06/24/21	Computerized Legal Research - Westlaw - in contract 30% discount User: LIBRARY AKIN Date: 6/24/2021 AcctNumber: 1000309084 ConnectTime: 0.0	\$52.23
06/24/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN	\$52.23

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	DORIS Date: 6/24/2021 AcctNumber: 1003389479 ConnectTime: 0.0	
06/28/21	Computerized Legal Research - Westlaw - in contract 30% discount User: LIBRARY AKIN Date: 6/28/2021 AcctNumber: 1000309084 ConnectTime: 0.0	\$164.16
06/28/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/28/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$29.85
06/28/21	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: LANIER ZACH; Charge Type: DOC ACCESS; Quantity: 2.0	\$138.24
06/29/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/29/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$82.08
06/30/21	Computerized Legal Research - Westlaw - in contract 30% discount User: ACKER-RAMIREZ REFUGIO Date: 6/30/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$22.39
06/30/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/30/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$82.08
06/30/21	Computerized Legal Research - Westlaw - in contract 30% discount User: YEN DORIS Date: 6/30/2021 AcctNumber: 1003389479 ConnectTime: 0.0	\$7.46
06/30/21	Computerized Legal Research - Other VENDOR: COURTALERT.COM, INC INVOICE#: 134294-2106 DATE: 6/30/2021	\$65.73
06/30/21	- Document retrieval in various courts Computerized Legal Research - Other VENDOR: COURTALERT.COM, INC INVOICE#: 134294-2106 DATE: 6/30/2021	\$131.47
06/30/21	- Document retrieval in various courts Computerized Legal Research - Other VENDOR: COURTALERT.COM, INC INVOICE#: 134294-2106 DATE: 6/30/2021	\$41.92
06/30/21	- Document retrieval in various courts Computerized Legal Research - Other VENDOR: COURTALERT.COM, INC INVOICE#: 328396-2106 DATE: 6/30/2021	\$16.77
06/30/21	- Document retrieval in various courts Computerized Legal Research - Other VENDOR: COURTALERT.COM, INC INVOICE#: 328396-2106 DATE:	\$48.99

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06/30/21	6/30/2021 - Document retrieval in various courts Computerized Legal Research - Other VENDOR: COURTALERT.COM, INC INVOICE#: 328396-2106 DATE: 6/30/2021 - Document retrieval in various courts	\$48.99	
	Current Expenses		<u>\$118,286.63</u>
	<b>Total Amount of This Invoice</b>		<b>\$337,629.63</b>
	<b>Prior Balance Due</b>		<u>\$7,282,712.95</u>
	<b>Total Balance Due Upon Receipt</b>		<u><b>\$7,620,342.58</b></u>



**Invoice Date:** 06/7/2021

**Invoice Number:** INV-30625

**Billing  
Address:**

Ms. Roxanne Tizravesh  
Akin Gump Strauss Hauer & Feld LLP  
One Bryant Park  
Bank of America Tower  
New York NY 10036

H5  
595 Market Street, Suite 610  
San Francisco CA 94105  
(415) 625-6700  
clientbilling@h5.com

**Client Matter**

In re: Sears Holding Corp.

**Client Matter #**

18-23538

**Start Date**

05/1/2021

**End Date**

05/31/2021

**Terms**

Due upon receipt

Service Description	Qty	Unit Rate	TOTAL
<b>Key Document Identification (Hours)</b> <i>Key document identification to identify defendant's investments in Sears-related entities and on expert requests regarding market/customer research for Sears and the SYW program.</i>	59	\$450.00	\$26,550.00
<b>Data Management (Hours)</b> <i>Load defendant and 3rd party productions to DART to be available for future search requests</i>	10.5	\$225.00	\$2,362.50

This invoice is for search/review services only.  
eDiscovery services will be billed separately.

**Subtotal** \$28,912.50

**Tax Total** \$0.00

**Total** \$28,912.50

**If Payment by Check**

H5  
PO Box 347549  
Pittsburgh, PA 15251-4549  
Tax ID#: 94-3339333

**If Payment by Wire or ACH**

H5  
Silicon Valley Bank  
3003 Tasman Drive, Santa Clara, CA  
Acct: 33 00 79 53 58  
Routing: 121 140 399

**If Payment by American Express**

Please email clientbilling@h5.com  
to inquire.

*Sorry, we do not accept VISA or  
Mastercard at this time.*



**Invoice Date:** 06/10/2021

**Invoice Number:** INV-30640

**Billing  
Address:**

Ms. Roxanne Tizravesh  
Akin Gump Strauss Hauer & Feld LLP  
One Bryant Park  
Bank of America Tower  
New York NY 10036

H5  
595 Market Street, Suite 610  
San Francisco CA 94105  
(415) 625-6700  
clientbilling@h5.com

**Client Matter**

In re: Sears Holding Corp.

**Client Matter #**

**Start Date**

05/1/2021

**End Date**

05/31/2021

**Terms**

Due upon receipt

Service Description	Qty	Unit Rate	TOTAL
Data Processing Export Fees (GB)	0.1	\$120.00	\$12.00
Minimum Processing Fees	1	\$225.00	\$225.00
Data Hosting (GB)	8,035.7	\$9.00	\$72,321.30
Hosting Project Management (Hours)	14.87	\$185.00	\$2,750.95
User Fees (Users)	31	\$75.00	\$2,325.00

**Subtotal** \$77,634.25

**Tax Total** \$0.00

**Total** \$77,634.25

**If Payment by Check**

H5  
PO Box 347549  
Pittsburgh, PA 15251-4549

Tax ID#: 94-3339333

**If Payment by Wire or ACH**

H5  
Silicon Valley Bank  
3003 Tasman Drive, Santa Clara, CA  
Acct: 33 00 79 53 58  
Routing: 121 140 399

**If Payment by American Express**

Please email clientbilling@h5.com  
to inquire.

*Sorry, we do not accept VISA or  
Mastercard at this time.*